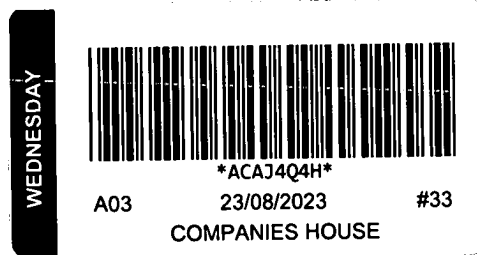


Registration number: 01872933

Kingspan Century (NI) Limited

Annual Report and Financial Statements

for the Year Ended 31 December 2022



Kingspan Century (NI) Limited

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Kingspan Century (NI) Limited

Company Information

Directors	Alan Lawlor Ian McAuliffe Mark Stevenson Gary Treanor Aiveen Kearney
Company secretary	Kingspan Group Limited
Registered office	Pembridge Leominster Herefordshire HR6 9LA England
Solicitors	Eversheds Sutherland 1 Callaghan Square Sir John Rogerson's Quay Cardiff CF10 5BT United Kingdom
Bankers	Danske Bank
Auditor	Ernst & Young Chartered Accountants EY Building Harcourt Centre Harcourt Street Dublin 2 Ireland

Kingspan Century (NI) Limited

Strategic Report for the Year Ended 31 December 2022

The directors present their strategic report for the year ended 31 December 2022.

Fair review of the business

In early 2022, the directors decided to begin the process of establishing new manufacturing activities at the site, with the intent of producing timber framed housing kits during the year ahead. As a result of this decision, the Company name was officially changed to Kingspan Century (NI) Limited in February 2022 and manufacturing commenced in April 2022.

Results

The Company's profit for the year, after taxation, amounted to £181,818 (2021: profit of £717,954).

The balance of the profits for the year amounting to £181,818 will be added to reserves and carried forward to the following year.

The Company's key financial and other performance indicators during the year were as follows:

Financial KPIs	Unit	2022	2021
Return on Capital Employed	%	8.96	26.84
Return on Equity	%	6.49	27.27

In 2022, the process of establishing new manufacturing activities began. The Company did not trade during 2022 which had a negative impact on return on capital employed and return on equity ratios.

The Company, consistent with the rest of the industry globally, experienced significant supply-side inflationary pressure throughout the period across materials, labour, energy and logistics. The Company expects inflationary pressures to continue into 2023 due to a combination of continuing industry specific factors coupled with the macroeconomic events stemming from Russia's invasion of Ukraine.

Future developments

The business remains focused on delivering innovative solutions to our client base, extending capacity in order to improve returns on capital. Kingspan Century (NI) Ltd is well placed for the year ahead.

Principal risks and uncertainties

The directors confirm that the Company's on-going process for identifying, evaluating and managing its significant risks is in accordance with best practice guidance. The process has been in place throughout the accounting period and up to the date of approval of the financial statements and is regularly reviewed by the Board. In particular, the principal risks include:

Volatility in the macro environment

The Company's products are targeted at both the residential and non-residential (including retail, commercial, public sector and high rise offices) construction sectors. As a result, demand is dependent on activity levels which may vary by sector and is subject to the usual drivers of construction activity (i.e. general economic conditions and volatility, Brexit, pandemics, political uncertainty and wars in some regions, interest rates, business/consumer confidence levels, supply chain disruption, unemployment and population growth). While construction markets are inherently cyclical, changing building and environmental regulations continue to act as an underlying positive structural trend in demand for many of the Company's products.

Failure to innovate

Failing to successfully manage and compete with new product innovations, changing market trends and consumer tastes could have an adverse effect on the future growth of the business and the margins achieved on the existing product line.

Kingspan Century (NI) Limited

Strategic Report for the Year Ended 31 December 2022 (continued)

Product failure

A key risk to the Company's business is the potential for functional failure of our product which could lead to health, safety and security issues for both our people and our customers. The Kingspan brand is well established and is a key element of the Company's overall marketing and positioning strategy. In the event of a product failure, the Kingspan brand and/or reputation could be damaged and if so, this could lead to a loss of market share.

Laws and regulations

The Company is subject to a broad range of existing and evolving governance requirements, environmental, health and safety and other laws, regulations and standards which affect the way the Company operates. Non-compliance can lead to potential legal liabilities and curtail the development of the Company.

Business interruption (including IT continuity)

The Company's performance is dependent on the availability and quality of its physical infrastructure, its proprietary technology, its raw material supply chain and its information technology. The safe and continued operation of such systems and assets is threatened by natural and man-made perils and is affected by the level of investment available to improve them. The building industry is going through some significant change with respect to building regulations and codes. The risks associated with misunderstanding some of the potential changes and the nature of our product set are more prevalent today. Any significant or prolonged restriction to its physical infrastructure, the necessary raw materials or its IT systems and infrastructure could have an adverse effect on the Company's business performance.

Employee development and retention

The success of the Company is built upon effective management teams committed to achieving a superior performance. Failure to attract, retain or develop these teams could have an impact on business performance.

Fraud and cybercrime

The Company is potentially exposed to fraudulent activity, with particular focus on the Company's online banking systems, online payment procedures and unauthorised access to internal systems.

Health and Safety

The nature of the Company's operations can expose its contractors, customers, suppliers and other individuals to potential health and safety risks. Health and safety incidents can lead to loss of life or severe injuries.

Financial Risk Management

In the normal course of business, the Company has exposure to a variety of financial risks, including liquidity risk and credit risk. The Company's focus is to understand these risks and to put in place policies that minimise the economic impact of an adverse event on the Company's performance. Meetings are held on a regular basis to review the result of the risk assessment, approve recommended risk management strategies and monitor the effectiveness of such policies.

Liquidity Risk

In order to mitigate liquidity risk and to ensure that sufficient funds are available for ongoing operations and future developments, the Company operates a prudent approach to liquidity management to enable it to meet its liabilities when due.


Credit risk

Credit risk encompasses the risk of financial loss to the Company of counterparty default in relation to any of its financial assets. The Company's principal financial assets are cash and cash equivalents and trade and other receivables. The Company's trade receivables arise from a wide and varied customer base spread, and as such there is no significant concentration of credit risk. The Company's credit risk management policy in relation to trade receivables involves periodically assessing the financial reliability of customers, taking into account their financial position, past experience and other factors. The utilisation of credit limits is regularly monitored and a significant element of credit risk is covered by credit insurance or other forms of collateral such as letters of credit or bank guarantees.

Kingspan Century (NI) Limited

Strategic Report for the Year Ended 31 December 2022 (continued)

Approved by the Board on 12 June 2023 and signed on its behalf by:

DocuSigned by:


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Ian McAuliffe
Director

Kingspan Century (NI) Limited

Directors' Report for the Year Ended 31 December 2022

The directors present their Directors' Report and financial statements for the year ended 31 December 2022.

Change of company name

The Company changed its name from Springvale Insulation Limited to Kingspan Century (NI) Limited effective from 23 February 2022.

Directors of the Company

The directors, who held office during the year, up to the date of the report, were as follows:

Alan Lawlor

Carina Hillman (ceased 28 February 2022)

Ian McAuliffe

Mark Stevenson (appointed 26 January 2022)

Gary Treanor (appointed 26 January 2022)

Ralph Mannion (ceased 16 May 2022)

Aiveen Kearney (appointed 16 May 2022)

None of the directors in office at the end of the year have beneficial interests of greater than one percent in the shares of the Company or the parent company, Kingspan Group plc.

Directors' indemnity

The Company is a wholly owned subsidiary of the ultimate parent company Kingspan Group plc, being a company incorporated in the Republic of Ireland. The Company, or the Group of which the Company forms part, maintains a Directors' and Officers' Liability Insurance and (where applicable) Trustee Liability Insurance as at the date hereof and throughout the financial year ended 31 December 2022, in respect of the above-named directors.

Principal activity

In early 2022, the directors decided to begin the process of establishing new manufacturing activities at the site, with the intent of producing timber framed housing kits during 2023.

Dividends

The directors have not recommended a dividend payment for the year ended 31 December 2022 (2021: £Nil).

Political donations

The Company did not make any donations for political purposes or to any political organisation during the year.

Employment of disabled persons

The Company gives full consideration to applications for employment from disabled persons where the requirements of the job can be adequately fulfilled by a disabled person. Where existing employees become disabled, it is the Company's policy wherever practicable to provide continuing employment under normal terms and conditions and to provide training and career development and promotion to disabled employees wherever appropriate.

Employee involvement

During the year, the policy of providing employees with information about the Company has been continued through internal media methods in which employees have also been encouraged to present their suggestions and views on the Company's performance. Regular meetings are held between local management and employees to allow a free flow of information and ideas. Employees participate directly in the success of the business through the Company's profit-sharing schemes and are encouraged to invest in the Company through participation in share option schemes.

Kingspan Century (NI) Limited

Directors' Report for the Year Ended 31 December 2022 (continued)

Future developments

An indication of likely future developments in the business and particulars of significant events which have occurred since the end of the financial year have been included in the Strategic Report on page 2.

Branches outside the United Kingdom

The Company has no branches outside of the United Kingdom.

Going concern

In early 2022, the directors decided to begin the process of establishing new manufacturing activities at the site, with the intent of producing timber framed housing kits during 2023 and the Company name was officially changed to Kingspan Century (NI) Limited in February 2022.

The directors have reviewed budgets and projected cash flows for a period of not less than 12 months from the date of approval of the financial statements and the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. On that basis, the directors have concluded that there are no material uncertainties that would cast significant doubt over the Company's ability to continue as a going concern. For this reason, the directors consider it appropriate to continue to adopt the going concern basis in preparing the financial statements.

Subsequent events

There have been no significant events subsequent to 31 December 2022 which would require disclosure in this report.

Disclosure of information to the auditor

Each director has taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information. The directors confirm that there is no relevant information that they know of and of which they know the auditor is unaware.

Disclosure of information in the Strategic Report

The directors confirm that they have prepared a Strategic Report in accordance with section 414C(11) of the Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013.

Reappointment of auditor

The auditor, Ernst & Young, Chartered Accountants, is deemed to be reappointed under section 487(2) of the Companies Act 2006.

Approved by the Board on 12 June 2023 and signed on its behalf by:

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Ian McAuliffe
Director

Kingspan Century (NI) Limited

Statement of Directors' Responsibilities for the Year Ended 31 December 2022

The directors acknowledge their responsibilities for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.


Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 101 'Reduced Disclosure Framework' ('FRS 101').

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company as at the end of the financial period and of the profit or loss of the Company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether FRS 101 has been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for such internal controls as they determine are necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

Approved by the Board on 12 June 2023 and signed on its behalf by:

DocuSigned by:

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Ian McAuliffe
Director

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF KINGSPAN CENTURY (NI) LIMITED

Opinion

We have audited the financial statements of Kingspan Century (NI) Limited for the year ended 31 December 2022 which comprise Profit and Loss Account, Balance Sheet, the Statement of changes in equity, and the related notes 1 to 21, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards including FRS 101 "Reduced Disclosure Framework (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the company's affairs as at 31 December 2022 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report. However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the Company's ability to continue as a going concern.

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF KINGSPAN CENTURY (NI) LIMITED (Continued)

Other information (Continued)

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in this report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of the other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and directors' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement set out on page 7, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the

preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF KINGSPAN CENTURY (NI) LIMITED (Continued)

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect irregularities, including fraud. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below. However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the entity and management.

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the company and determined that the most significant are those that relate to the reporting framework (FRS 101 and the Companies Act 2006) and the relevant direct and indirect tax compliance regulation in the United Kingdom. In addition, the company has to comply with laws and regulations relating to its operations, including in relation to health and safety and GDPR.
- We understood how the company is complying with those frameworks by making inquiries of management to understand how the company maintains and communicates its policies and procedures in these areas. We corroborated our inquiries through reading board minutes and correspondence with relevant authorities;
- We assessed the susceptibility of the company's financial statements to material misstatement, including how fraud might occur by considering the risk of management override and by assuming revenue recognition, sales rebates and the measurement of warranty provisions to be fraud risks.
- Our testing of revenue included agreeing specific transactions to supporting invoices, delivery documentation, customer contracts and the receipt of payment in bank statements, and the testing of certain revenue journals. In respect of sales rebates and warranty provisions our testing included reading customer contracts, challenging and independently corroborating management's assumptions, and considering past warranty and rebate experience..
- Based on this understanding we designed our audit procedures to identify noncompliance with such laws and regulations. Our procedures involved testing journals identified by specific risk criteria. We read the minutes of Directors' meetings to identify any non-compliance with laws and regulations. We also made enquiries with the Directors and of management of the company regarding compliance with laws and regulations.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.



INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF KINGSPAN CENTURY (NI) LIMITED (Continued)

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

A handwritten signature in black ink, appearing to read 'Teresa Tully', is positioned above the printed name.

Teresa Tully (Senior statutory auditor)
for and on behalf of Ernst & Young, Statutory Auditor

Dublin
Republic of Ireland
Date: 19 June 2023

Kingspan Century (NI) Limited**Profit and Loss Account for the Year Ended 31 December 2022**

	Note	2022 £	2021 £
Revenue	4	718,210	1,910,069
Cost of sales		<u>(305,052)</u>	<u>(1,202,673)</u>
Gross profit		413,158	707,396
Distribution costs		-	(105,546)
Administrative expenses		(296,513)	45,675
Other operating income	5	<u>138,614</u>	<u>48,687</u>
Operating profit	6	255,259	696,212
Interest payable and similar expenses	7	<u>-</u>	<u>(278)</u>
Profit before tax		255,259	695,934
Income tax (expense)/credit	11	<u>(73,441)</u>	<u>22,020</u>
Profit for the year		<u><u>181,818</u></u>	<u><u>717,954</u></u>

The above results were derived from continuing operations.

The Company has no other recognised items of income and expenses other than the results for the financial year as set out above. As a result, the Statement of Other Comprehensive Income is not presented.

Kingspan Century (NI) Limited
(Registration number: 01872933)
Balance Sheet as at 31 December 2022

	Note	2022 £	2021 £
Fixed assets			
Property, plant and equipment	12	1,888,061	272,100
Deferred tax assets	11	-	38,227
		<u>1,888,061</u>	<u>310,327</u>
Current assets			
Trade and other receivables	13	1,123,440	2,359,589
Creditors: amounts falling due within one year			
Trade and other payables	16	<u>161,921</u>	<u>37,368</u>
Net current assets		<u>961,519</u>	<u>2,322,221</u>
Total assets less current liabilities		2,849,580	2,632,548
Provisions			
Deferred taxation	11	<u>47,799</u>	-
Net assets		<u>2,801,781</u>	<u>2,632,548</u>
Equity			
Share capital	14	151,000	151,000
Other reserves	15	83,297	95,882
Profit and loss account	15	<u>2,567,484</u>	<u>2,385,666</u>
Total equity		<u>2,801,781</u>	<u>2,632,548</u>

Approved by the Board on 12 June 2023 and signed on its behalf by:

DocuSigned by:

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Ian McAuliffe
 Director

The notes on pages 16 to 28 form an integral part of these financial statements.

Kingspan Century (NI) Limited
Statement of Changes in Equity for the Year Ended 31 December 2022

	Note	Share capital £	Other reserves £	Profit and loss account £	Total £
At 1 January 2021		151,000	76,380	1,667,712	1,895,092
Profit for the year		-	-	717,954	717,954
Total comprehensive income		-	-	717,954	717,954
Transactions with owners					
Share based payment transactions	8	-	6,561	-	6,561
Deferred tax relating to share based payment transactions	11	-	12,941	-	12,941
Total transactions with owners		-	19,502	-	19,502
At 31 December 2021		151,000	95,882	2,385,666	2,632,548

The notes on pages 16 to 28 form an integral part of these financial statements.
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Kingspan Century (NI) Limited

Statement of Changes in Equity for the Year Ended 31 December 2022 (continued)

	Note	Share capital £	Other reserves £	Profit and loss account £	Total £
At 1 January 2022		151,000	95,882	2,385,666	2,632,548
Profit for the year		-	-	181,818	181,818
Total comprehensive income		-	-	181,818	181,818
Transactions with owners					
Deferred tax relating to share based payment transactions	11	-	(12,585)	-	(12,585)
At 31 December 2022		<u>151,000</u>	<u>83,297</u>	<u>2,567,484</u>	<u>2,801,781</u>

The notes on pages 16 to 28 form an integral part of these financial statements.
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Kingspan Century (NI) Limited

Notes to the Financial Statements for the Year Ended 31 December 2022

1 General information

The Company is a private company limited by share capital, incorporated in England and Wales and domiciled in the United Kingdom.

The address of its registered office is:

Pembridge
Leominster
Herefordshire
HR6 9LA
England

Its registered number is 01872933. These financial statements have been prepared in accordance with applicable law and United Kingdom Accounting Standards including FRS 101 “*Reduced Disclosure Framework*” (United Kingdom Generally Accepted Accounting Practice). The principal activity of the Company is the manufacture of timber framed housing kits.

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of the UK adopted International Accounting Standards, but makes amendments where necessary in order to comply with Companies Act 2006.

2 Accounting policies

Summary of significant accounting policies and key accounting estimates

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Basis of preparation

The financial statements have been prepared under the historical cost convention, in accordance with the Companies Act 2006 and applicable accounting standards in the UK and on a going concern basis.

Functional and presentational currency

The financial statements are presented in sterling (£), which is also the Company's functional currency.

Summary of disclosure exemptions

The entity satisfies the criteria of being a qualifying entity as defined in FRS 101. Its financial statements are consolidated into the financial statements of Kingspan Group plc which are prepared under IFRS and can be obtained from www.kingspan.com. As such, advantage has been taken of the following disclosure exemptions available under paragraph 8 of FRS 101:

- The requirements of IAS 7 *Statement of Cash Flows*, in respect of presenting a cashflow.
- The requirement in paragraph 38 of IAS 1 *Presentation of Financial Statements* to present comparative information in respect of paragraph 79(a)(iv) of IAS 1 and paragraph 73(e) of IAS 16 *Property, Plant and Equipment*.
- The requirements of paragraphs 10(d), 16, 111, and 134-136 of IAS 1 *Presentation of Financial Statements* in respect of capital management disclosures.
- The requirements of paragraphs 134-136 of IAS 1 *Presentation of Financial Statements* in respect of capital management disclosures.

Kingspan Century (NI) Limited

Notes to the Financial Statements for the Year Ended 31 December 2022 (continued)

2 Accounting policies (continued)

- The requirements of paragraphs 30 and 31 of IAS 8 *Accounting Policies, Changes in Accounting Estimates and Errors* in respect of the effects of new but not yet effective IFRSs have not been disclosed.
- The requirements of paragraphs 17 and 18A of IAS 24 *Related Party Disclosures* in respect of the disclosure of the aggregate remuneration of key management personnel.
- The requirements in IAS 24 *Related Party Disclosures* in relation to disclosure of transactions with wholly owned subsidiaries.
- The requirements of the second sentence of paragraph 110 and paragraphs 113(a), 114, 115, 118, 119(a) to (c), 120 to 127 and 129 of IFRS 15 *Revenue from Contracts with Customers*.
- The requirements of paragraph 58 of IFRS 16 *Leases*.

As the consolidated financial statements of the ultimate parent, Kingspan Group Plc, include the equivalent disclosures, the Company has also taken the exemptions under FRS101 available in respect of the following disclosures:

- The requirements of paragraph 45(b) and paragraphs 46-52 of IFRS 2 *Share-based Payments*, in respect of group-settled share based payments.
- The requirements of IFRS 7 *Financial Instruments: Disclosures*.
- The requirements of paragraphs 91-99 of IFRS 13 *Fair Value Measurement*.

Going concern

In early 2022, the directors decided to begin the process of establishing new manufacturing activities at the site, with the intent of producing timber framed housing kits during 2023 and the Company name was officially changed to Kingspan Century (NI) Limited in February 2022.

The directors have reviewed budgets and projected cash flows for a period of not less than 12 months from the date of approval of the financial statements and the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. On that basis, the directors have concluded that there are no material uncertainties that would cast significant doubt over the Company's ability to continue as a going concern. For this reason, the directors consider it appropriate to continue to adopt the going concern basis in preparing the financial statements.

Changes in accounting policy

There were a number of amendments to standards and interpretations effective for the Company from 1 January 2022, none of which had a material effect on the results or financial performance of the Company. A full list of these changes can be found in the consolidated financial statements of the ultimate parent, Kingspan Group plc, and can be obtained from www.kingspan.com.

Revenue recognition

The Company recognises revenue exclusive of sales tax and trade discounts which would occur over time or at a point in time. The Company uses the five-step model as prescribed under IFRS 15 *Revenue from Contracts with Customers* on the Company's revenue transactions. This includes the identification of the contract, identification of the performance obligations under same, determination of the transaction price, allocation of the transaction price to performance obligations and recognition of revenue. Typically, individual performance obligations are specifically called out in the contract which allows for accurate recognition of revenue as and when performances are fulfilled.

The Company has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customers.

Kingspan Century (NI) Limited

Notes to the Financial Statements for the Year Ended 31 December 2022 (continued)

2 Accounting policies (continued)

The point of recognition arises when the Company satisfies a performance obligation by transferring control of a promised good or service to the customer, which could occur over time or at a point in time. Revenue is recognised at the time of delivery at the delivery address (where Kingspan is to deliver the goods to the delivery address) or at Kingspan's works (where the customer is to collect the goods) or, if the customer wrongfully fails to take delivery of the goods, the time when Kingspan has tendered delivery of the goods. Invoicing occurs at the point of final delivery of the product or performance obligation, at which point a right is established for unconditional consideration as control passes to the customer. Typically, payment terms are 30 days from the end of the month in which the invoice is raised.

Interest receivable and similar income

Interest receivable and similar income comprises interest income on funds invested. Interest income is recognised as it accrues using the effective interest rate method.

Interest payable and similar charges

Interest payable and similar charges comprises interest payable on borrowings calculated using the effective interest rate method and lease interest.

Foreign currencies

Transactions in foreign currencies are initially recorded at the functional currency rate prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated into the functional currency of the entity at the rates prevailing on the reporting period date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the initial transaction dates.

Non-monetary items measured in terms of historical cost in a foreign currency are not retranslated.

Kingspan Century (NI) Limited

Notes to the Financial Statements for the Year Ended 31 December 2022 (continued)

2 Accounting policies (continued)

Income tax

Income tax in the Profit and Loss Account represents the sum of current income tax and deferred tax not recognised in other comprehensive income or directly in equity.

Current tax

Current tax represents the expected tax payable or recoverable on the taxable profit for the year using tax rates and laws that have been enacted or substantively enacted for the financial year taking into account any adjustments from prior years. Liabilities for uncertain tax treatments are recognised in accordance with IFRIC 23 and are measured using either the most likely amount method or the expected value method, whichever better predicts the resolution of the uncertainty.

Deferred tax

Deferred tax is recognised on all temporary differences at the reporting date. Temporary differences are defined as the difference between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets and liabilities are not subject to discounting and are measured at the tax rates that are expected to apply in the period in which the asset is realised or the liability is settled based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences (i.e. differences that will result in taxable amounts in future periods when the carrying amount of the asset or liability is recovered or settled).

Deferred tax assets are recognised in respect of all deductible temporary differences (i.e. differences that give rise to amounts which are deductible in determining taxable profits in future periods when the carrying amount of the asset or liability is recovered or settled), carry-forward of unused tax credits and unused tax losses to the extent that it is probable that taxable profits will be available against which to offset these items.

The carrying amounts of deferred tax assets are subject to review at each reporting date and reduced to the extent that future taxable profits are considered to be inadequate to allow all or part of any deferred tax asset to be utilised.

Changes in deferred tax assets or liabilities are recognised as a component of tax income or expense in profit or loss, except where they relate to items that are recognised in other comprehensive income or directly in equity, in which case the related deferred tax is also recognised in other comprehensive income or equity, respectively.

Property, plant and equipment

Property, plant and equipment is measured at cost less accumulated depreciation and accumulated impairment losses.

Depreciation

Depreciation is provided on a straight line basis at the rates stated below, which are estimated to reduce each item of property, plant and equipment to its residual value by the end of its useful life:

Asset class	Depreciation method and rate
Motor Vehicles	10% straight line
Freehold Property	2% straight line

Kingspan Century (NI) Limited

Notes to the Financial Statements for the Year Ended 31 December 2022 (continued)

2 Accounting policies (continued)

The estimated useful lives and residual values of property, plant and equipment are determined by management at the time the assets are acquired and subsequently, re-assessed at each reporting date. These lives are based on historical experience with similar assets across the Company.

In accordance with IAS 36 *Impairment of Assets*, the carrying values of property, plant and equipment are reviewed at each reporting date to determine whether there is any indication of impairment. An impairment loss is recognised whenever the carrying value of an asset or its cash generating unit exceeds its recoverable amount. Impairment losses are recognised in the Profit and Loss Account. Following the recognition of an impairment loss, the depreciation charge applicable to the asset or cash generating unit is adjusted to allocate the revised carrying amount, net of any residual value, over the remaining useful life.

Assets under construction are carried at cost less any recognised impairment loss. Depreciation of these assets commences when the assets are ready for their intended use.

Financial assets

On initial recognition, a financial asset is classified as measured at amortised cost and subsequently measured using the effective interest rate (EIR) method and subject to impairment. Financial assets may also be initially measured at fair value with any movement being reflected through other comprehensive income or the Profit and Loss Account.

The Company applies the simplified approach for expected credit losses (ECL) under IFRS 9 *Financial Instruments*, which requires expected lifetime losses to be recognised from initial recognition of receivables. Under IFRS 9 *Financial Instruments*, the Company uses an allowance matrix to measure Expected Credit Loss (ECL) of trade receivables from customers. Loss rates are calculated using a "roll rate" method based on the probability of a receivable progressing through successive chains of non-payment to write-off. The rates are calculated at a business unit level which reflects the risks associated with geographic region, age, mix of customer relationship and type of product purchased.

Non-trading balances with group undertakings are assessed for indicators of impairment, however, as all wholly owned subsidiaries are party to global cash pooling arrangements and have easy access to liquidity through these arrangements, there is limited credit risk associated with these receivables.

Financial liabilities

Financial liabilities are initially measured at fair value, net of any transaction costs in the case of borrowings, and subsequently measured at amortised cost using the effective interest rate. Financial liabilities are derecognised when the Company's obligations specified in the contract expire, are discharged or cancelled. Interest expense is recognised using the effective interest rate method.

Defined contribution pension obligation

The costs arising on the Company's defined contribution schemes are recognised in the Profit and Loss Account in the period in which the related service is provided. The Company has no legal or constructive obligation to pay further contributions in the event that these plans do not hold sufficient assets to provide retirement benefits.

Kingspan Century (NI) Limited

Notes to the Financial Statements for the Year Ended 31 December 2022 (continued)

2 Accounting policies (continued)

Share based payment transactions

The ultimate parent company Kingspan Group plc, issues equity-settled payments to certain employees (including directors) within the Company. The fair value of these equity settled transactions is determined at grant date and is recognised as an employee expense in the Profit and Loss Account with the corresponding increase in equity, on a straight-line basis over the vesting period.

Fair value is measured using the Monte Carlo Pricing Model. The expected life used in the model has been adjusted, based on management's best estimate, for the effects of non-transferability, exercise restrictions and behavioural considerations.

Where the terms of an equity-settled transaction are modified, as a minimum an expense is recognised as if the terms had not been modified. In addition, an expense is recognised for any increase in the value of the transaction as a result of the modification, as measured at the date of modification.

Where an equity-settled transaction is cancelled, it is treated as if it had vested on the date of the cancellation, and any expense not yet recognised for the transaction is recognised immediately. However, if a new transaction is substituted for the cancelled transaction, and designated as a replacement transaction on the date that it is granted, the cancelled and new transactions are treated as if they were a modification of the original transaction, as described in the previous paragraph.

3 Accounting estimates and judgements

The Company has made a number of financial estimates and judgements in compiling these financial statements. These estimates and judgements are outlined below:

Guarantees and warranties

Certain products carry formal guarantees of satisfactory functional and aesthetic performance of varying periods following their purchase. Local management evaluate the constructive or legal obligation arising from customer feedback and assess the requirement to provide for any probable outflow of economic benefit arising from a settlement. This is an area of estimation and judgement.

Recoverability of trade receivables

The Company provides credit to customers and as a result, there is an associated risk that the customer may not be able to pay outstanding balances. Trade receivables are considered for impairment on a case by case basis, when they are past due at the reporting date or when objective evidence is received that a specific counterparty may default.

Under IFRS 9, the Company uses an allowance matrix to measure Expected Credit Loss (ECL) of trade receivables from customers. Loss rates are calculated using a "roll rate" method based on the probability of a receivable progressing through successive chains of non-payment to write-off. The rates are calculated at a business unit level which reflects the risks associated with geographic region, age mix of customer relationship and type of product purchased. This is an area of estimation and judgement.

Kingspan Century (NI) Limited

Notes to the Financial Statements for the Year Ended 31 December 2022 (continued)

3 Accounting estimates and judgements (continued)

Income taxes

There are many transactions for which the ultimate tax determination is uncertain. The Company recognises liabilities based on estimates of whether additional taxes will be due. Once it has been concluded that a liability needs to be recognised, the liability is measured based on the tax laws that have been enacted or substantially enacted at the end of the reporting period. The amount shown for current taxation includes an estimate for uncertain tax treatments where the Company considers it probable that uncertain tax treatments will not be accepted by tax authorities and the estimate is measured using either the most likely amount method or the expected value method as appropriate, prescribed by IFRIC 23.

Where the final tax outcome of these matters is different from the amounts that were initially estimated, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the unused tax losses and unused tax credits can be utilised. The Company estimates the most probable amount of future taxable profits, using assumptions consistent with those employed in impairment calculations, and taking into consideration applicable tax legislation in the relevant jurisdiction. These calculations also require the use of estimates.

4 Revenue

The analysis of the Company's turnover for the year from continuing operations is as follows:

	2022	2021
	£	£
Sale of goods	<u>718,210</u>	<u>1,910,069</u>
Disaggregation of revenue:		
	2022	2021
	£	£
Point in time	718,210	1,910,069
Over time	<u>-</u>	<u>-</u>
	<u>718,210</u>	<u>1,910,069</u>

The directors of the Company are of the opinion that it would be seriously prejudicial to the interests of the Company to disclose details of revenue either by class or market.

5 Other operating income

The analysis of the Company's other operating income for the year is as follows:

	2022	2021
	£	£
Miscellaneous other operating income	<u>138,614</u>	<u>48,687</u>

Kingspan Century (NI) Limited

Notes to the Financial Statements for the Year Ended 31 December 2022 (continued)

6 Operating profit

Arrived at after charging/(crediting)

	2022	2021
	£	£
Depreciation expense	73,886	62,284
(Reversal of impairment)/impairment of trade debtors	200	(103,317)
Research and development cost	-	(68,484)
Foreign exchange losses/(gains)	3,567	(71)
	<u>3,567</u>	<u>(71)</u>

7 Interest payable and similar expenses

	2022	2021
	£	£
Interest on lease liabilities	-	278
	<u>-</u>	<u>278</u>

8 Staff costs

The aggregate payroll costs were as follows:

	2022	2021
	£	£
Wages and salaries	126,257	389,940
Social security costs	2,762	43,409
Pension costs, defined contribution scheme	4,228	11,689
	<u>133,247</u>	<u>445,038</u>

The costs incurred for equity settled share based payments in the year were £Nil (2021: £6,561). No wages and salaries or related costs were capitalised in the current or prior year.

The average number of persons employed by the Company (including directors) during the year, analysed by category was as follows:

	2022	2021
	No.	No.
Production	10	8
Administration and support	6	2
Sales, marketing and distribution	-	1
	<u>16</u>	<u>11</u>

9 Directors' remuneration

The directors did not receive any remuneration during the year (2021: Nil) in respect of their role as a director of the Company as their services are considered to be incidental to their other activities within the Group.

Kingspan Century (NI) Limited

Notes to the Financial Statements for the Year Ended 31 December 2022 (continued)

10 Auditor's remuneration

	2022 £	2021 £
Audit of the financial statements	<u>4,356</u>	<u>10,965</u>

11 Income tax

Tax charged/(credited) in the Profit and Loss Account

	2022 £	2021 £
Deferred taxation		
Origination and reversal of timing differences	73,441	(20,989)
Arising from effect of rate change	<u>-</u>	<u>(1,031)</u>
Total deferred taxation	<u>73,441</u>	<u>(22,020)</u>

The tax on profit before tax for the year differs from the standard rate of corporation tax in the UK of 19% (2021 - 19%).

The differences are reconciled below:

	2022 £	2021 £
Profit before tax	<u>255,259</u>	<u>695,934</u>
Corporation tax at standard rate	48,499	132,227
Decrease from effect of revenues exempt from taxation	-	(17,100)
Increase from effect of expenses not deductible in determining taxable profit	14,924	7,225
Increase/(decrease) arising from group relief tax reconciliation	11,993	(118,342)
Other tax effects for reconciliation between accounting profit and tax income	<u>(1,975)</u>	<u>(26,030)</u>
Total tax charge/(credit)	<u>73,441</u>	<u>(22,020)</u>

Finance Bill 2020, which was substantively enacted on 24 May 2021, will increase the UK corporate tax rate from the current rate of 19% to 25% with effect from 1 April 2023. This change was enacted in the current period such that the closing deferred tax balances have been calculated using the 25% rate where appropriate.

Kingspan Century (NI) Limited

Notes to the Financial Statements for the Year Ended 31 December 2022 (continued)

11 Income tax (continued)

Deferred tax

Deferred tax assets and liabilities

	Liability £
2022	<u>(47,799)</u>
2021	<u>Asset £ 38,227</u>

The deferred tax account consists of the tax effect of timing differences in respect of:

	2022 £	2021 £
Accelerated capital allowances	(54,391)	19,223
Share based payments	<u>6,592</u>	<u>19,004</u>
	<u>(47,799)</u>	<u>38,227</u>

Deferred tax movement during the year:

At 1 January 2022 £	Recognised in income £	Recognised in equity £	At 31 December 2022 £
<u>38,227</u>	<u>(73,441)</u>	<u>(12,585)</u>	<u>(47,799)</u>

Deferred tax movement during the prior year:

At 1 January 2021 £	Recognised in income £	Recognised in equity £	At 31 December 2021 £
<u>3,266</u>	<u>22,020</u>	<u>12,941</u>	<u>38,227</u>

Kingspan Century (NI) Limited

Notes to the Financial Statements for the Year Ended 31 December 2022 (continued)

12 Property, plant and equipment

	Land and buildings £	Plant and machinery £	Total £
Cost or valuation			
At 1 January 2022	277,852	116,913	394,765
Additions	<u>228,894</u>	<u>1,460,953</u>	<u>1,689,847</u>
At 31 December 2022	<u>506,746</u>	<u>1,577,866</u>	<u>2,084,612</u>
Depreciation			
At 1 January 2022	62,611	60,054	122,665
Charge for the year	<u>10,365</u>	<u>63,521</u>	<u>73,886</u>
At 31 December 2022	<u>72,976</u>	<u>123,575</u>	<u>196,551</u>
Carrying amount			
At 31 December 2022	<u><u>433,770</u></u>	<u><u>1,454,291</u></u>	<u><u>1,888,061</u></u>
At 31 December 2021	<u><u>215,241</u></u>	<u><u>56,859</u></u>	<u><u>272,100</u></u>

13 Trade and other receivables

	2022 £	2021 £
Trade receivables	3,246	4,042
Expected credit loss allowance	<u>(3,246)</u>	<u>(3,046)</u>
Net trade receivables	-	996
Amounts owed by group undertakings	1,115,431	2,358,593
Prepayments	2,019	-
Other receivables	<u>5,990</u>	<u>-</u>
	<u><u>1,123,440</u></u>	<u><u>2,359,589</u></u>

The amounts due from group undertakings are unsecured, interest-free and are due on demand.

Kingspan Century (NI) Limited

Notes to the Financial Statements for the Year Ended 31 December 2022 (continued)

14 Share capital

Authorised share capital

The cap has been removed on authorised share capital and the Company has an unlimited amount of shares if required.

Allotted, called up and fully paid shares

	2022		2021	
	No.	£	No.	£
Ordinary shares of £1 each	151,000	151,000	151,000	151,000

15 Reserves

Other reserves

This reserve is made up of the share option reserve, which relates to capital contributions from the ultimate parent Kingspan Group plc in respect of share options in the parent Company granted to employees of Kingspan Century (NI) Limited (formerly Springvale Insulation Limited).

Profit and loss account

This reserve records retained earnings and accumulated losses.

16 Trade and other payables

	2022	2021
	£	£
Trade payables	45,588	2,786
Accrued expenses	93,198	15,059
Amounts owed to group undertakings	14,311	-
Social security and other taxes	8,824	-
VAT payable	-	19,523
	<u>161,921</u>	<u>37,368</u>

The amounts due to group undertakings are unsecured, interest-free and fall due on demand.

Kingspan Century (NI) Limited

Notes to the Financial Statements for the Year Ended 31 December 2022 (continued)

17 Pension and other schemes

Defined contribution pension scheme

The Company operates a defined contribution pension scheme. The pension cost charge for the year represents contributions payable by the Company to the scheme and amounted to £4,228 (2021: £11,689).

Contributions totalling £Nil (2021: £Nil) were payable to the scheme at the end of the year and are included in creditors.

18 Share-based payments

The Company has claimed exemption from making full disclosures in relation to Share Based Payments under FRS 101, and in line with those exemptions, the below shows the options exercised during the year, along with comparatives, and the number of options outstanding at 31 December 2022 and 31 December 2021.

	2022		2021	
	No.	WAEP* £	No.	WAEP* £
Exercised PSP during the year	699	0.13	-	0.13
Outstanding at the end of the year	206	0.13	905	0.13

**Weighted Average Exercise Price*

19 Parent undertakings and controlling parties

The Company's immediate parent is Kingspan Holding Netherlands BV, a company incorporated in the Netherlands.

The ultimate parent and controlling party is Kingspan Group plc, a company incorporated in the Republic of Ireland.

The smallest and the largest group undertaking for which group financial statements are drawn up, and of which the Company is a member, is that of Kingspan Group plc. A copy of these consolidated financial statements are available at www.kingspan.com.

20 Subsequent events

There have been no significant events subsequent to 31 December 2022 which would require disclosure in these financial statements.

21 Approval of financial statements

These financial statements were authorised for issue by the Board on 12 June 2023.